

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEBRASKA**

In re:

SPECIALTY RETAIL SHOPS HOLDING CORP., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 19-80064-TLS
)
) (Jointly Administered)
)

NOTICE OF ADDITIONAL STORE CLOSINGS

PLEASE TAKE NOTICE that on February 8, 2019, the United States Bankruptcy Court for the District of Nebraska (the “Court”) entered a final order (the “Store-Closing Order”) in the above-referenced chapter 11 cases of Specialty Retail Shops Holding Corp. and its affiliated debtors (collectively, the “Debtors”) ¹, establishing procedures (the “Procedures”) for the conduct of Store Closings.² (Doc. 369).

PLEASE TAKE FURTHER NOTICE that, pursuant to the Store-Closing Order and by this written notice (this “Store-Closing Notice”), the Debtors hereby provide notice that they have determined, in the exercise of their business judgment, to commence Store Closings, in accordance with the Sale Guidelines, for each Additional Closing Store set forth in as **Exhibit A**, attached hereto (the “Additional Store Closing List”).

PLEASE TAKE FURTHER NOTICE that parties seeking to object to the Additional Closing Stores listed in the Additional Closing Store List must file and serve a written objection

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Specialty Retail Shops Holding Corp. (0029); Pamida Stores Operating Co., LLC (6157); Pamida Transportation, LLC (4219); Penn-Daniels, LLC (0040); Place’s Associates’ Expansion, LLC (7526); Retained R/E SPE, LLC (6679); Shopko Finance, LLC (1152); Shopko Gift Card Co., LLC (2161); ShopKo Holding Company, LLC (0171); ShopKo Institutional Care Services Co., LLC (7112); ShopKo Optical Manufacturing, LLC (6346); ShopKo Properties, LLC (0865); ShopKo Stores Operating Co., LLC (6109); SVS Trucking, LLC (0592). The location of the Debtors’ service address is: 700 Pilgrim Way, Green Bay, Wisconsin 54304.

² Capitalized terms not defined herein have the meanings ascribed to them in the Store-Closing Order.

so that such objection is filed with the Court and is actually received via first class mail, email, ECF, or fax no later than seven days after the date that the Debtors served this Store-Closing Notice, by the following parties: (a) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Steven Serajeddini and Daniel Rudewicz, and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn: Travis Bayer and Whitney Fogelberg, and McGrath North Mullin & Kratz, P.C. LLO, First National Tower, Suite 3700, 1601 Dodge Street, Omaha, Nebraska 68102, Attn: James J. Niemeier, Michael T. Eversden, and Lauren R. Goodman, co-counsel to the Debtors; (b) the Office of the United States Trustee for the District of Nebraska, Attn: Jerry Jensen; (c) Pachulski Stang Ziehl & Jones LLP, 10100 Santa Monica Blvd., 13th Floor, Los Angeles, California 90067, Attn: Jeffrey Pomerantz, Esq., counsel to the Official Committee of Unsecured Creditors; (d) counsel to Wells Fargo Bank, N.A., Otterbourg P.C., 230 Park Avenue, New York, New York 10169, Attn: Chad Simon, Esq. and Daniel Fiorillo, Esq.; and (e) counsel to Shopko Note Holding, LLC successor to Spirit Realty L.P., Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004, Attn: Peter Siroka.

PLEASE TAKE FURTHER NOTICE that, absent an objection being timely filed, the Debtors are authorized to proceed with conducting the proposed Store Closings at each of the locations set forth in the Additional Closing Store List, in accordance with the Store-Closing Order, the Sale Guidelines, and the Consulting Agreement.

PLEASE TAKE FURTHER NOTICE that if an objection to an Additional Closing Store is timely filed and not withdrawn or resolved, the Debtors shall file a notice for a hearing to consider the objection for the Additional Closing Store as to which such objection relates³ at the

³ An objection to a particular Additional Closing Store on the Additional Closing Store List shall not constitute an objection to the other Additional Closing Stores listed on **Exhibit A**.

next regularly scheduled omnibus hearing, subject to the right of any party to seek relief on an emergency basis on shortened notice, to the extent necessary, so that the Debtors may move promptly to maximize value and minimize expenses for the benefit of creditors and stakeholders.

Dated: March 18, 2019
Omaha, Nebraska

/s/ Lauren R. Goodman

James J. Niemeier (NE Bar No. 18838)

Michael T. Eversden (NE Bar No. 21941)

Lauren R. Goodman (NE Bar No. 24645)

MCGRATH NORTH MULLIN & KRATZ, P.C. LLO

First National Tower, Suite 3700

1601 Dodge Street

Omaha, Nebraska 68102

Telephone: (402) 341-3070

Facsimile: (402) 341-0216

Email: jniemeier@mcgrathnorth.com
meversden@mcgrathnorth.com
lgoodman@mcgrathnorth.com

- and -

James H.M. Sprayregen, P.C.

Patrick J. Nash, Jr., P.C. (*pro hac vice* pending)

Travis M. Bayer (*pro hac vice* pending)

Whitney Fogelberg (*pro hac vice* pending)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Email: james.sprayregen@kirkland.com
patrick.nash@kirkland.com
travis.bayer@kirkland.com
whitney.fogelberg@kirkland.com

- and -

Steven Serajeddini (*pro hac vice* pending)

Daniel Rudewicz (*pro hac vice* pending)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

Email: steven.serajeddini@kirkland.com
daniel.rudewicz@kirkland.com

Co-Counsel to the Debtors

Exhibit A

Additional Store Closing List

Store #	Street Address	City	State	Zip	Expected Close Date
2	301 BAY PARK SQUARE	ASHWAUBENON	WI	54304	6/16/2019
4	2430 EAST MASON	GREEN BAY	WI	54302	6/16/2019
7	4344 MORMON COULEE RD	LA CROSSE	WI	54601	6/16/2019
8	1105 E. GRAND AVE.	ROTHSCHILD	WI	54474	6/16/2019
9	1306 N. CENTRAL AV	MARSHFIELD	WI	54449	6/16/2019
11	500 S. CARPENTER AVE	KINGSFORD	MI	49802	6/16/2019
12	1100 EAST RIVERVIEW EXPRESSWAY	WISCONSIN RAPIDS	WI	54494	6/16/2019
14	822 PARK AVE	BEAVER DAM	WI	53916	6/16/2019
15	1000 WEST NORTHLAND AVE	APPLETON	WI	54914	6/16/2019
17	4161 SECOND STREET SOUTH	ST CLOUD	MN	56301	6/16/2019
21	1850 E MADISON AVE.	MANKATO	MN	56001	6/16/2019
22	1900 N. MAIN STREET	MITCHELL	SD	57301	6/16/2019

24	955 W CLAIREMONT AVE.	EAU CLAIRE	WI	54701	6/16/2019
25	1200 SUSAN DRIVE	MARSHALL	MN	56258	6/16/2019
30	2500 E US HWY 14	JANESVILLE	WI	53545	6/16/2019
36	3708 HWY 63 NORTH	ROCHESTER	MN	55906	6/16/2019
37	2677 S PRAIRIE VIEW ROAD	CHIPPEWA FALLS	WI	54729	6/16/2019
38	2208 NORTH WEBB RD	GRAND ISLAND	NE	68803	6/16/2019
40	3025 HAMILTON BLVD	SIOUX CITY	IA	51104	6/16/2019
42	1300 S KOELLER ROAD	OSHKOSH	WI	54902	6/16/2019
50	616 WEST JOHNSON STREET	FOND DU LAC	WI	54935	6/16/2019
51	1425 JANESVILLE AVE	FORT ATKINSON	WI	53538	6/16/2019
52	615 SOUTH MONROE AVE.	MASON CITY	IA	50401	6/16/2019
53	510 EAST PHILIP AVE.	NORTH PLATTE	NE	69101	6/16/2019
54	700 9TH AVENUE SE	WATERTOWN	SD	57201	6/16/2019
56	14445 WEST CENTER ROAD	OMAHA	NE	68144	6/16/2019

57	405 COTTONWOOD DR	WINONA	MN	55987	6/16/2019
59	1001 HIGHWAY 15 SOUTH	FAIRMONT	MN	56031	6/16/2019
68	800 EAST 17TH STREET	IDAHO FALLS	ID	83404	6/16/2019
69	217 W. IRONWOOD DR.	COEUR D' ALENE	ID	83814	6/16/2019
72	2120 THAIN GRADE	LEWISTON	ID	83501	6/16/2019
75	2510 SOUTH RESERVE STREET	MISSOULA	MT	59801	6/16/2019
79	200 SOUTH 18TH AVE	WAUSAU	WI	54401	6/16/2019
99	9366 STATE HIGHWAY 16	ONALASKA	WI	54650	6/16/2019
106	905 SOUTH 24 WEST	BILLINGS	MT	59102	6/16/2019
112	3101 N MONTANA AVE	HELENA	MT	59602	6/16/2019
114	801 WEST CENTRAL ENTRANCE	DULUTH	MN	55811	6/16/2019
119	1350 NORTH GALENA AVENUE	DIXON	IL	61021	6/16/2019
120	405 W. EIGHTH STREET	MONROE	WI	53566	6/16/2019
125	555 WEST SOUTH STREET	FREEPORT	IL	61032	6/16/2019

128	1370 US HWY 2 EAST	KALISPELL	MT	59901	6/16/2019
130	1777 PAULSON ROAD	RIVER FALLS	WI	54022	6/16/2019
132	320 S. ACCESS ROAD	RICE LAKE	WI	54868	6/16/2019
133	1400 BIG THUNDER BLVD	BELVIDERE	IL	61008	6/16/2019
139	3200 BROADWAY	QUINCY	IL	62301	6/16/2019
140	1964 W. MORTON AVE.	JACKSONVILLE	IL	62650	6/16/2019
164	255 JOHN F KENNEDY RD	DUBUQUE	IA	52002	6/16/2019
177	2320 LINEVILLE ROAD	SUAMICO	WI	54313	6/16/2019
179	5630 ST. CROIX TRAIL	NORTH BRANCH	MN	55056	6/16/2019
207	67 SELKIRK WAY	OLDTOWN	ID	83822	6/16/2019
523	525 E HWY 20	VALENTINE	NE	69201	6/16/2019
526	679 S WASHINGTON STREET	AFTON	WY	83110	6/16/2019
532	102 COLLEGE DRIVE	NEW TOWN	ND	58763	6/16/2019
544	500 N CENTRAL AVE	SIDNEY	MT	59270	6/16/2019
545	2008 WEST HIGHWAY 12	MOBRIDGE	SD	57601	6/16/2019

547	4791 COUNTY ROAD 10	MOOSE LAKE	MN	55767	6/16/2019
550	100 E HELENA STREET	DILLON	MT	59725	6/16/2019
562	702 WESTVIEW LANE	STANLEY	ND	58784	6/16/2019
602	126 CHARLES STREET	OCONTO	WI	54153	6/16/2019
604	1011 E. SPRUCE ST.	ABBOTSFORD	WI	54405	6/16/2019
605	340 S. HWY 65	MORA	MN	55051	6/16/2019
610	650 US HWY 41 WEST	ISHPEMING	MI	49849	6/16/2019
615	291 S. MAIN STREET	CLINTONVILLE	WI	54929	6/16/2019
616	2541 SOUTH BAY SHORE DRIVE	SISTER BAY	WI	54234	6/16/2019
617	N2585 PLAZA ROAD	WAUTOMA	WI	54982	6/16/2019
618	1515 E. MAIN STREET	REEDSBURG	WI	53959	6/16/2019
619	220 W LINCOLN STREET	ADAMS	WI	53910	6/16/2019
620	810 N. RAILROAD ST.	EAGLE RIVER	WI	54521	6/16/2019
621	717 E. LAKESHORE DRIVE	MANISTIQUE	MI	49854	6/16/2019
623	890 RIVERSIDE PLAZA	IRON RIVER	MI	49935	6/16/2019

625	1201 12TH AVENUE SE	DYERSVILLE	IA	52040	6/16/2019
626	1625 HIGHWAY 61	LANCASTER	WI	53813	6/16/2019
627	1008 E. DIVISION	NEILLSVILLE	WI	54456	6/16/2019
628	1009 7TH AVENUE	TWO HARBORS	MN	55616	6/16/2019
629	1500 E. SHERIDAN STREET	ELY	MN	55731	6/16/2019
630	1625 E BLASCHKO AVENUE	ARCADIA	WI	54612	6/16/2019
632	650 W. BEAVERBROOK AVE.	SPOONER	WI	54801	6/16/2019
633	1333 4TH AVENUE SOUTH	PARK FALLS	WI	54552	6/16/2019
664	511 10TH AVE NORTH	HUMBOLDT	IA	50548	6/16/2019
667	1501 PARK STREET	SHELDON	IA	51201	6/16/2019
668	660 WEST MILWAUKEE STREET	NEW HAMPTON	IA	50659	6/16/2019
670	615 DEARBORN STREET	WAYNE	NE	68787	6/16/2019
671	819 11TH AVENUE SW	WAUKON	IA	52172	6/16/2019
672	404 E. HIGHWAY 20	O'NEILL	NE	68763	6/16/2019

675	402 E. HWY 92	WINTERSET	IA	50273	6/16/2019
680	1305 141ST STREET	PERRY	IA	50220	6/16/2019
682	2099 CHATBURN AVENUE	HARLAN	IA	51537	6/16/2019
690	1533 BURLINGTON STREET	HOLDREGE	NE	68949	6/16/2019
695	2353 SOUTH E	BROKEN BOW	NE	68822	6/16/2019
733	226 E. LINCOLN	FERGUS FALLS	MN	56537	6/16/2019
735	190 SOUTHGATE DRIVE	AITKIN	MN	56431	6/16/2019
736	727 15TH AVENUE SW	VALLEY CITY	ND	58072	6/16/2019
738	300 JAKE STREET	PERHAM	MN	56573	6/16/2019
739	710 COUNTY ROAD 21 S	GLENWOOD	MN	56334	6/16/2019
740	116 EAST STATE HWY 28	MORRIS	MN	56267	6/16/2019
744	1087 3RD STREET NW	ROSEAU	MN	56751	6/16/2019
745	1140 E. 5TH STREET	WINNER	SD	57580	6/16/2019
746	800 S. WASHINGTON AVENUE	MADISON	SD	57042	6/16/2019
747	405 W. INTERSTATE DRIVE	LUVERNE	MN	56156	6/16/2019

748	1002 7TH STREET SE	PIESTONE	MN	56164	6/16/2019
750	2155 1ST AVENUE N	WINDOM	MN	56101	6/16/2019
752	1100 EAST VALLEY ROAD	TORRINGTON	WY	82240	6/16/2019
753	2701 HWY 18 WEST	HOT SPRINGS	SD	57747	6/16/2019
755	1701 16TH STREET	WHEATLAND	WY	82201	6/16/2019
757	1 NORTH 5TH AVENUE	BELLE FOURCHE	SD	57717	6/16/2019
758	1950 E. RICHARDS	DOUGLAS	WY	82633	6/16/2019
759	2105 LAZELLE ST.	STURGIS	SD	57785	6/16/2019
761	205 BOYD AVENUE	NEWCASTLE	WY	82701	6/16/2019
764	129 HARMONY ST.	BUFFALO	WY	82834	6/16/2019
766	1950 W ROOSEVELT HWY	SHELBY	MT	59474	6/16/2019
768	804 US HWY 2 WEST	GLASGOW	MT	59230	6/16/2019
772	1005 W COULTER AVENUE	POWELL	WY	82435	6/16/2019
773	825 NE MAIN	LEWISTOWN	MT	59457	6/16/2019
774	100 WASHINGTON STREET	LIVINGSTON	MT	59047	6/16/2019

775	31071 US HIGHWAY 2	LIBBY	MT	59923	6/16/2019
786	801 N. BROADWAY ST.	RED OAK	IA	51566	6/16/2019
790	409 JUNCTION AVENUE	STANLEY	WI	54768	6/16/2019
792	79 HOMETOWN DRIVE	TOMAHAWK	WI	54487	6/16/2019
795	1026 S. CHALLIS STREET	SALMON	ID	83467	6/16/2019
796	301 SOUTH MANTORVILLE AVENUE	KASSON	MN	55944	6/16/2019